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June 29, 2020

**VIA ECF**

United States District Court  
Eastern District of New York  
225 Cadman Plaza East  
Brooklyn, NY 11231  
Honorable Peggy Kuo

Re: Ko v. Manhattan Avenue Cleaners, Inc., 905 Manhattan Avenue, LLC and Henry In Bae  
19-cv-02851

Dear Judge Kuo:

My firm represents the Defendants in the above-captioned matter.

On June 18, 2020, a telephonic status conference was held before Your Honor and the Defendants were order to submit a signed settlement agreement to the Plaintiff's Counsel by June 26, 2020.

Upon further consultation with the Defendants' Trust and Estate attorney and the discussions with the Defendants, the undersigned proposed to the Plaintiff's Counsel to enter into a stipulation dismissing the claims against 905 Manhattan Avenue, LLC ("Building") and the individual Defendant Henry Bae. As Your Honor may recall, Defendant Bae passed away shortly after the Parties decided to settle the matter at the Settlement Conference guided by Your Honor.

Due to Defendant's Bae's passing, the question of who has the authority to sign the Settlement Agreement on behalf of the Defendants became an issue. Based on the advice of the Defendants' Trust and Estate attorney, relayed to me by Mrs. Kunja Bae (not a named Defendant in this matter) the undersigned communicated to the Court and to the Plaintiff's Counsel that the Defendant Bae's Will had to be probated and that a personal representative of the estate, the daughter of the Baes, Jinhee Bae, will be appointed and that Ms. Jinhee Bae will sign the

Settlement Agreement. I was my understanding that probating a will and appointing a personal representative could be done in a week's time. However, I am advised by the T&E Counsel that it will take approximately two (2) months and it may take even longer due to the Covid 19 health crisis.

Upon learning of the time delay, and in consultation with the T&E attorney and Mr. Dan Bae, the son of the Baes and an attorney himself, I proposed the following to the Plaintiff;

Step 1: sign a stipulation to dismiss claims against Defendant 905 Manhattan Avenue, LLC ("Building") and Defendant Bae, leaving the Corporate Defendant as the only defendant; and

Step 2: Jinhee Bae, as the Trustee of the Henry Bae Family Trust (100% shareholder of the Defendant Corporation) signs a corporate resolution to appoint a corporate representative of the Corporate Defendant, in this case Mr. Dan Bae, for the purposes of settling this lawsuit.

The proposed Stipulation and the Corporate resolutions were sent to the Plaintiff's Counsel on June 26. The proposed Stipulation is attached to this letter as Exhibit A, election of Dan Bae as the director for the purposes of signing the Settlement Agreement in this matter, signed by Jinhee Bae is attached as Exhibit B and the Defendant Corporate Board Resolution signed Dan Bae is attached as Exhibit C.

These two step will negate the necessity of Defendant Bae's estate to probate the decedent's Will, which may take up to two months due to the current health crisis and will bring this case to a quick resolution for both Parties. I respectfully request the Court to retain jurisdiction over this matter until the Settlement Amount is fully paid out of the Defendant Corporation's fund.

Plaintiff's Counsel is opposed to signing the Stipulation of Dismissal with Prejudice against the Defendant "Building" and Defendant Bae, the Decedent, however he indicated that he will sign a stipulation of dismissal with respect to these Defendants without Prejudice. Plaintiff's Counsel was invited to state his position in this letter.

Respectfully submitted,



Diane H. Lee  
Attorney for Defendants

Enc: Exhibits A, B, and C

cc: Ryan Kim, Counsel for Plaintiff Via ECF

# EXHIBIT A

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK**

-----X  
SEUNG HOON KO

Plaintiff,

-against-

MANHATTAN AVENUE CLEANERS, INC.,  
905 MANHATTAN AVENUE LLC AND  
HENRY IN BAE

Defendants.  
-----X

Case No.: 19-cv-2851

**STIPULATION OF  
DISMISSAL WITH PREJUDICE  
AGAINST DEFENDANT HENRY  
IN BAE AND 905 MANHATTAN  
AVENUE LLC**

**IT IS HEREBY STIPULATED AND AGREED**, pursuant to Federal Rules of Civil Procedure 41 (a)(1)(ii), by and between the undersigned, the attorney of record for Plaintiff Seung Hoon Ko and the attorney of record for Defendants Manhattan Avenue Cleaners, Inc. 905 Manhattan Avenue LLC and Henry Bae in the above-entitled action, that Plaintiff's claims against Defendants 905 Manhattan Avenue LLC and Henry Bae are dismissed with prejudice without costs to either party. This Stipulation may be filed without further notice with the Clerk of the Court.

This Stipulation shall not be in effect until executed by all parties set forth herein.

The Court shall retain jurisdiction with respect to the remaining Defendants.

Dated: New York, New York  
June , 2020

**Ryan Kim Law**  
Attorneys for Plaintiff

**THE LAW OFFICES OF DIANE H. LEE, P.C.**  
Attorneys for Defendants

\_\_\_\_\_  
Ryan Kim, Esq.

\_\_\_\_\_  
Diane H. Lee, Esq.

So Ordered:

\_\_\_\_\_  
Peggy Kuo, U.S.D.J.

# EXHIBIT B

**WRITTEN CONSENT IN LIEU OF MEETING OF  
THE SHAREHOLDERS OF  
MANHATTAN AVENUE CLEANERS, INC.**

WHEREAS, pursuant to the applicable and the Bylaws of this corporation, it is deemed desirable and in the best interests of this corporation that the following actions be taken by the Shareholders of this corporation pursuant to this Written Consent:

NOW, THEREFORE, BE IT RESOLVED that the undersigned Shareholders of this corporation hereby consent to, approve and adopt the following:

**ELECTION OF DIRECTORS**

RESOLVED THAT, effective as of the date hereof, the following individuals be and they hereby are elected to the Board of Directors of this corporation:

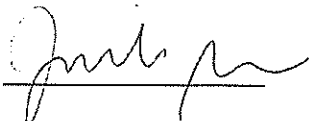
DANIEL BAE

RESOLVED FURTHER, that the officers of this corporation are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as said officers shall deem necessary or advisable, to carry out the purposes of the foregoing resolutions.

RESOLVED FURTHER, that any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of this corporation.

This written consent shall be filed in the Minute Book of this corporation and become a part of the records of this corporation. This written consent may be signed by counterpart and by fax.

In witness whereof, the undersigned has executed this instrument as of June 25, 2020.



THE HENRY INKUN BAE FAMILY TRUST I

JINHEE BAE, TRUSTEE

SOLE SHAREHOLDER

# EXHIBIT C

**BOARD RESOLUTION OF MANHATTAN AVENUE CLEANERS, INC.**

**APPOINTING OFFICERS**

**DULY PASSED ON JUNE 25, 2020**

**APPOINTMENT OF OFFICERS.**


RESOLVED, that the following persons are elected to the office(s) indicated next to their names to serve until their successor(s) shall be duly elected, unless he or she resigns, is removed from office or is otherwise disqualified from serving as an officer of this corporation, to take their respective office(s) immediately upon such appointment:

<u>Office</u>	<u>Name</u>
President	Daniel Bae
Vice President	Jinhee Bae

RESOLVED, that the officers of this corporation are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolutions.

RESOLVED FURTHER, that any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of this corporation.

It is hereby certified by the undersigned that the foregoing resolution was duly passed by the Board of Directors of the above-named company on June 25, 2020, in accordance with the By-Laws and Articles of Incorporation of the Company and the laws and by-paws governing the Company and that the said resolution has been duly recorded in the Minute Books and is in full force and effect.

  
\_\_\_\_\_  
Daniel Bae  
Director